

of a wearer bends as he shifts his weight from his heel to his forefoot and then pushes off with the forefoot. These finger-shaped elements 110 and spaces therebetween 114 allow for greater and easier bending in this region.

Please replace the paragraph beginning on page 10, line 17 with the following paragraph:

a<sup>2</sup>  
Figs. 3A-3I depict still another embodiment of the chassis 202 of the present invention. In this embodiment, the chassis 202 is integrally formed with a skin 238. Also included are side elements 228. Cleats 234 extend from a bottom side of the chassis/skin construct 201. Lugs 230 extend from the bottom side of the chassis 202 into some of the cleats 232. Other cleats 234 may not have lugs. As described above, the lugs 230 and chassis 202 form a system for improved comfort, greater maneuverability, and more powerful movements.

Please replace the paragraph beginning on page 10, line 23 with the following paragraph:

a<sup>3</sup>  
Fig. 3A shows a plan view of the bottom side of the chassis/skin 201. The finger-shaped elements 210 in the forefoot region 206 have fold lines 222 to facilitate flexing at these regions. The forefoot region 206 includes a toe portion 207. The opening 212 in the heel portion 209 is in the shape of a chevron. Figs. 3B-3D show a cross-sectional view along section 3B-3B, a medial side view, and a lateral side view, respectively, of the chassis/skin construct 201. Figs. 3E-3G show cross-sectional views along sections 3E-3E, 3F-3F, and 3G-3G of the chassis/skin construct 201. Figs. 3H-3I show end views of a toe view and a heel view, respectively.

Please replace the paragraph beginning on page 12, line 8 with the following paragraph:

a<sup>4</sup>  
It is also contemplated that an intermediate layer 203 of a liquid or a solid material, such as a thin film, can be disposed between the chassis 202 and skin 238 and that all three components (the chassis 202, intermediate layer 203, and skin 238) are compatible with each other to create an integrally formed chassis/skin 201 structure. The intermediate

liquid or solid material may be any material that allows the chassis 202 and skin 238 to be compatible as defined herein. For example, the intermediate layer 203 may be an ink, a powder, a fabric, or a film of a natural or synthetic material. In one embodiment, the film is created with a color and/or design and the skin 238 is made of a transparent material so that the color and/or design of the film can be readily viewed through the skin 238 to enhance visual appeal.

Please replace the paragraph beginning on page 13, line 4 with the following paragraph:

a5  
The chassis 2, 102, 202, or chassis/skin construct 201 can also be designed to provide more stiffness to certain areas of the article of footwear and less stiffness to other areas by varying the types of material used to manufacture the chassis 2, 102, 202 or chassis/skin construct 201. Thus, stiffer materials can be placed in areas requiring greater support and power transfer and less stiff materials can be placed in areas requiring greater flexibility, such as a forefoot flex region. The different shading in Figures 1A, 2A, and 3A defines, by way of example, areas where the various types of materials may be used.

Please replace the paragraph beginning on page 13, line 9 with the following paragraph:

a6  
FIG. 4 shows another embodiment of the chassis 302 of the present invention. The chassis 302 includes three elements. In this embodiment, each element 310 includes a forefoot portion 306, a midfoot portion 304, and a rearfoot portion 308. The elements 310 extend substantially the entire length of an article of footwear. The elements 310 lie adjacent to one another and may form spaces 314 therebetween, as depicted. In a preferred embodiment, the chassis 302 is designed to support and work with cleats. Thus, elements 310 are placed and spaced in the footwear to support a cleat extending directly or indirectly from the bottom of the element 310. As above, the different shading in Figure 4 defines, by way of example, areas where differing types of materials may be used.